

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
GENOVA BURNS LLC Daniel M. Stolz, Esq. Donald W. Clarke, Esq. Susan A. Long, Esq. Jaclynn N. McDonnell, Esq. dstolz@genovaburns.com dclarke@genovaburns.com slong@genovaburns.com jmcdonnell@genovaburns.com 110 Allen Road, Suite 304 Basking Ridge, NJ 07920 Tel: (973) 533-0777 Fax: (973) 814-4045 <i>Proposed Local Counsel for the Official Committee of Unsecured Creditors</i>	BROWN RUDNICK LLP Robert J. Stark, Esq. Kenneth J. Aulet, Esq. Bennett S. Silverberg, Esq. Jeffrey L. Jonas, Esq. rstark@brownrudnick.com kaulet@brownrudnick.com bsilverberg@brownrudnick.com jjonas@brownrudnick.com Seven Times Square New York, NY 10036 Tel: (212) 209-4800 Fax: (212) 209-4801 <i>Proposed Counsel for the Official Committee of Unsecured Creditors</i>
In re: POWIN, LLC, <i>et al.</i> , ¹ Debtor.	Chapter 11 Case No.: 25-16137 (MBK) (Jointly Administered) Honorable Michael B. Kaplan

**ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT
AND RETENTION OF BROWN RUDNICK LLP AS CO-COUNSEL FOR
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
POWIN, LLC, ET AL., NUNC PRO TUNC TO JUNE 27, 2025**

The relief set forth on the following pages 2 through 4 is hereby **ORDERED**.

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [2495]; (ix) Powin Energy Operating, LLC [6487]; (x) Powin Energy Storage 2, Inc. [9926]; (xi) Powin Energy Ontario Storage II LP [5787]; (xii) Powin Canada B.C. Ltd. [2239]. The Debtors' mailing address is 20550 SW 115th Avenue, Tualatin, OR 97062.

Debtors: POWIN LLC, *et al.*
Case No.: 25-16137(MBK)
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ET AL., *NUNC PRO TUNC* TO JUNE 27, 2025

Upon consideration of the *Application for Order Authorizing the Employment and Retention of Brown Rudnick LLP as Co-Counsel for the Official Committee of Unsecured Creditors of Powin, LLC, et al., Nunc Pro Tunc to June 27, 2025* (the “Application”),² pursuant to sections 328(a) and 1103(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Local Rule 2014-1 of the Local Rules of the United States Bankruptcy Court for the District of New Jersey (the “Local Rules”), authorizing and approving the employment of Brown Rudnick LLP (“Brown Rudnick”) as co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned bankruptcy cases (the “Cases”) of Powin, LLC, et al. (the “Debtors”), effective as of June 27, 2025; and the declaration of Bennett S. Silverberg (the “Silverberg Declaration”), and the declaration of ACE Engineering & Co. Ltd., as Chair of the Committee (the “Chair Declaration”), in support of the Application annexed thereto; and the Court having jurisdiction to consider the Application and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that the relief requested in the Application is in the best interests of the Debtors’ estates, their creditors and other parties-in-interest; and the Committee having provided adequate and appropriate notice of the Application under the circumstances; and after due deliberation and good and sufficient cause appearing therefor,

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

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IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.
2. The Committee is authorized pursuant to sections 328(a) and 1103(a) of the Bankruptcy Code to retain and employ Brown Rudnick as co-counsel to the Committee effective as of June 27, 2025.
3. Brown Rudnick shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Cases as set forth in the Application and in compliance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures or orders of this Court.
4. Brown Rudnick shall provide at least 10 calendar days' notice to the Committee, the Debtors, and the U.S. Trustee prior to any increases in the rates set forth in the Silverberg Declaration and shall file such notice with this Court.
5. The Committee and Brown Rudnick are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
6. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.
7. Notwithstanding any provision in the Bankruptcy Rules to the contrary, this Order shall be immediately effective and enforceable upon its entry.
8. Further terms of this Order shall be as follows:

Debtors: POWIN LLC, *et al.*

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- a. Brown Rudnick will only bill 50% for non-working travel and shall not seek the reimbursement of any fees or costs, including attorney fees and costs, arising from the defense of any of Brown Rudnick's fee applications in these Cases;
- b. Brown Rudnick will agree to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013 (the "U.S. Trustee Guidelines");
- c. Brown Rudnick will use the billing and expense categories set forth in the U.S. Trustee Guidelines (Exhibit D-1, "Summary of Compensation Requested by Project Category"), and may use additional categories that provide additional detail on work performed;
- d. Brown Rudnick will provide any and all monthly fee statements, interim fee applications, and final fee applications in "LEDES" format to the U. S. Trustee;
- e. any and all compensation to be paid to Brown Rudnick for services rendered on the Committee's behalf shall be fixed by application to this Court in accordance with sections 330 and 331 of the Bankruptcy Code, such Federal Rules and Local Rules as may then be applicable, and any orders entered in these Cases governing the compensation and reimbursement of professionals for services rendered and charges and disbursements incurred;
- f. Brown Rudnick shall use its reasonable best efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in these Cases; and
- g. Notwithstanding anything to the contrary in the Application or the Declarations attached to the Application, Brown Rudnick shall not be entitled to reimbursement for fees and expenses in connection with any objection to its fees, without further order of the Court.